

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re)	Chapter 11
W. R. GRACE & CO., <u>et al.</u> , ¹)	Case No. 01-01139 (JKF)
Debtors.)	(Jointly Administered)
)	Objecton Deadline: May 18, 2011, at 4:00 p.m.
)	Hearing Date: TBD only if necessary

**FEE DETAIL FOR KIRKLAND & ELLIS LLP'S MONTHLY FEE APPLICATION
FOR THE PERIOD FROM MARCH 1, 2011 THROUGH MARCH 31, 2011**

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company and H-G Coal Company.

EXHIBIT A

Matter 20 - Case Administration - Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/1/2011	Brad Weiland	.20	Correspond with team re upcoming hearing.
3/3/2011	Brad Weiland	.40	Correspond with M. Kokontis re work in progress and recent filings (.1); review and analyze materials re same (.3).
3/6/2011	Brad Weiland	.90	Review and revise work in progress materials (.6); research docket re same (.2); correspond re same (.1).
3/11/2011	Jeffrey Gettleman	.20	Correspond with A. Paul re current work in progress chart (.1); review correspondence from B. Weiland re same (.1).
3/11/2011	Brad Weiland	.20	Correspond with A. Paul re work in progress materials.
	Total:	1.90	

Matter 30 - Hearings - Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/2/2011	Deanna D Boll	.80	Participate telephonically in hearing on BNSF motion for reconsideration of plan confirmation.
3/2/2011	Adam C Paul	2.30	Attend telephonic hearing (1.7); correspond with J. Donley re same (.6).
3/2/2011	John Donley	1.70	Prepare for and participate in telephonic hearing before Judge Fitzgerald and follow-up correspondence with L. Esayian.
3/2/2011	Lisa G Esayian	2.90	Confer with P. Lockwood and R. Frankel in preparation for oral argument (.5); oral argument re BNSF's motion for reconsideration (2.4).
3/23/2011	Jeffrey Gettleman	.60	Correspond with A. Paul re March 28 hearing (.2); confer and correspond with team re March 28 hearing agenda (.2); review agendas re same (.2).
	Total:	8.30	

Matter 32 - Fee Applications, Applicant - Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/1/2011	Deanna D Boll	.20	Confer with T. Wallace re fee application.
3/7/2011	Deanna D Boll	2.20	Edit January fee application.
3/8/2011	Deanna D Boll	.10	Confer with T. Wallace re January fee application.
3/9/2011	Deanna D Boll	.60	Confer with T. Wallace and J. Donley re January fee application.
3/9/2011	John Donley	1.70	Review and revise January fee application (1.1); follow-up conferences and correspondence re same (.6).
3/11/2011	Maureen McCarthy	1.80	Draft January fee application.
3/14/2011	Maureen McCarthy	3.70	Revise January fee application (.7); prepare totals for attorneys, matter categories and expenses re 39th quarterly fee application (.9); begin draft of application (2.1).
3/15/2011	Adam C Paul	1.20	Final review and revisions to January fee application.
3/15/2011	Maureen McCarthy	.70	Revise January fee application (.4); prepare same for filing and service (.3).
3/16/2011	Maureen McCarthy	2.40	Review and revise 39th quarterly fee application.
3/17/2011	Deanna D Boll	.30	Confer with M. McCarthy re quarterly fee application (.2); confer with B. Ruhlander re effective date question (.1).
3/17/2011	Maureen McCarthy	1.70	Review and revise 39th quarterly fee application.
3/17/2011	John Donley	.50	Work on quarterly K&E fee application.
3/18/2011	Maureen McCarthy	.80	Revise 39th quarterly fee application.
3/21/2011	Maureen McCarthy	1.90	Revise and finalize 39th quarterly fee application.
3/23/2011	Deanna D Boll	.10	Confer with T. Wallace re February fee application.
3/24/2011	Maureen McCarthy	.60	Prepare 39th quarterly monthly fee application for distribution to fee auditor.
	Total:	20.50	

Matter 37 - Plan and Disclosure Statement - Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/1/2011	Kimberly K Love	7.20	Review and edit plan objection chart re objections by BNSF (2.0); prepare and organize notices of intent to be forwarded to client (1.3); prepare and organize materials re Judge Buckwalter (1.4); prepare and update joint record exhibit list (2.5).
3/1/2011	Deanna D Boll	9.80	Confer with K. Davis (multiple) re claims distribution issues (.8); analyze issues re record on appeal and prepare same with K. Love (7.8); confer with K&E team re J. Fitzgerald's findings and impact of TOUSA decision on same (.4); review proposed scheduling order and filed order from District Court (.3); confer with J. Baer re scheduling order (.2); confer with J. Donley and A. Paul re appellate issues (.3).
3/1/2011	Jeffrey Gettleman	2.60	Review correspondence from J. Donley re comments to draft consent order (.1); review correspondence from J. O'Neill re same (.1); draft, review and revise analysis of Garlock proposed estimation proceedings in bankruptcy case (.4); correspond with A. Paul re same (.1); legal research re application of 1126(f) to 524(g) (.9); draft, review and revise analysis re same (.4); correspond with A. Paul re same (.1); review correspondence between D. Boll and A. Paul re Grace appeal briefs (.1); review correspondence from J. Baer re edits to draft order for BNSF hearing (.1); review multiple correspondence from A. Paul and J. Donley re proposed draft order and revisions (.3).
3/1/2011	Adam C Paul	5.90	Correspond with J. Donley and J. Baer re notices of intent (.4); correspond with J. Donley re confirmation order (.5); analyze 9033 objections (.8); analyze and revise scheduling order (1.8); correspond with J. Donley and J. Baer re same (.4); confer with J. Baer re cure stipulation (.8); analyze and revise cure stipulation (1.2).
3/1/2011	Justin S Brooks	.60	Confer with K. Love re Lender exhibits (.2); review exhibit list and joint designations (.4).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/1/2011	John Donley	3.20	Review correspondence and drafts from J. Baer re cure issue and edit/comment on same (.4); review/reply to claimant inquiry issue per K. Davis (.1); draft/revise alternate versions of district court order, correspond with A. Paul, J. Baer and J. O'Neill re same and continue analysis of appellate issues (.7); correspond with A. Paul and D. Boll re same (.3); review numerous recent pleadings, including Garlock's filings and claim transfer notices (.3); review 9033's (.2); review BNSF motions, replies and joinders, analyze arguments and confer with L. Esayian re hearing prep (.6); review BNSF and Libby CNA appeal issues and correspond with L. Esayian and ACC/FCR counsel re same (.3); review drafts of cure motion and edit/revise and correspond with J. Baer and A. Paul re same (.3).
3/1/2011	Lisa G Esayian	3.80	Revise and update various versions of draft order denying BNSF's motion for reconsideration (1.0); prepare for tomorrow's oral argument re BNSF motion for reconsideration (2.8).
3/2/2011	Megan M Kokontis	.70	Review recent material filings and draft summary re same.
3/2/2011	Kimberly K Love	5.40	Prepare and organize notices of intent to be forwarded to client (1.5); revise and update joint record index per D. Boll (3.9).
3/2/2011	Deanna D Boll	3.90	Confer with J. Baer re claims issues related to confirmation (.2); edit record on appeal documents and review trial exhibits (3.5); review draft proposal re scheduling (.2).
3/2/2011	Adam C Paul	2.40	Correspond with J. Donley re scheduling order (.4); analyze district court transcript and related appellate issues (1.1); analyze work in progress (.9).
3/2/2011	John Donley	.70	Work on joint record issues and draft revised CMO for Judge Buckwalter and letter to appellants.
3/2/2011	Gayle M Lodygowski	1.60	Prepare and transmit daily docket updates (1.1); update pleadings database (.5).
3/3/2011	Kimberly K Love	6.10	Revise and edit joint record of appeal (2.8); prepare and obtain materials cited in joint record on appeal (3.3).
3/3/2011	Deanna D Boll	6.40	Draft 9033 response (3.6); review cross-appeal from MCC and correspondence related thereto from J. Wisler (.5); analyze issues re lender claims objection appeal (2.2); confer with J. Baer re record (.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/3/2011	Jeffrey Gettleman	1.40	Review and analyze draft agreed order re appeals of confirmation order (.3); review correspondence from A. Paul re same (.1); confer with A. Paul re same (.1); legal research re cross appeal procedure (.4); draft, review and revise analysis re same (.4); correspond with A. Paul re same (.1).
3/3/2011	Adam C Paul	2.90	Analyze and revise scheduling and consolidation orders (1.1); confer with J. Donley re appeals (.4); correspond with J. Donley re same (.3); confer with J. Gettleman re cross appeals (.3); analyze cross appeals (.8).
3/3/2011	John Donley	2.60	Review draft pleading received from J. Wisler and revise and comment on same (.5); review, research and analyze cross appeal issues and rules (.7); correspond with and review drafts from bank lenders re appeal issues (.4); review joint appendix materials, index and documents (1.0).
3/3/2011	Lisa G Esayan	1.80	Review portions of Anderson Memorial 2009 briefing on plan objections in preparation for upcoming appeals (.8); correspond with T. Schiavoni re BNSF and Libby appeals of Grace/Royal settlement (.5); correspond with R. Horkovich re remaining unsettled insurers and status of settlement efforts (.5).
3/3/2011	Gayle M Lodygowski	2.70	Prepare and organize documents added to revised joint appendix to appeal (1.0); prepare and transmit daily docket updates (1.2); update pleadings database (.5).
3/4/2011	Megan M Kokontis	.60	Research re recent material filings and draft summary re same.
3/4/2011	Kimberly K Love	6.50	Review and obtain information re various appellate parties (.9); prepare, edit and update joint record on appeal index (3.7); prepare and organize materials cited in joint record (1.9).
3/4/2011	Deanna D Boll	6.00	Draft response to 9033 objections (2.2); analyze issues re stipulation for consolidated lender appeals (.7); confer with A. Paul and J. Donley re appellate issues (.8); confer with Orrick re record (.3); confer with S. Henry (BNSF) re PI bar date issues and review same (.7); review opinion from Bankruptcy Court re BNSF motion for reconsideration and confer with L. Esayan re same (.5); review hearing transcript re Garlock issues (.8).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/4/2011	Jeffrey Gettleman	.80	Confer with A. Paul re legal issues re denial of joinders (.1); legal research re same (.7).
3/4/2011	Adam C Paul	5.70	Confer with J. Donley re appeals (.6); confer with J. O'Neill re appeals (.7); analyze and revise stipulation to consolidate appeals (.8); analyze cross appeal order (.9); analyze and revise 9033 response (1.1); analyze BNSF order (1.2); correspond with J. Baer re same (.4).
3/4/2011	John Donley	5.40	Review and analyze motion for reconsideration order and BNSF appeal issues and record (1.5); review joinder issues and correspond with A. Paul, J. Baer, J. O'Neill and J. Gettleman re same (.5); review and edit draft pleading and correspond with lenders' counsel re claim and confirmation order appeals (.9); correspond with plan proponents' counsel and client re same (.3); review and revise CMO relating to potential cross appeals, analyze cross appeal issues, rules, and timing issues (2.0); correspond with J. Wisler and J. Baer re district court appeal issues (.2).
3/4/2011	Lisa G Esayan	2.50	Additional revisions to joint record on appeal (1.0); review Judge Fitzgerald's memorandum opinion re BNSF's motion for reconsideration (.5); correspond with M. Shelnitz re same (.2); correspond with P. Lockwood, R. Frankel and R. Wyron re same (.3); review and revise draft consolidated response to Rule 9033 objections (.5).
3/4/2011	Gayle M Lodygowski	6.70	Prepare and organize documents added to revised joint appendix to appeal (4.8); prepare and transmit daily docket updates (1.4); update pleadings database (.5).
3/5/2011	Jeffrey Gettleman	1.50	Review precedent re joinder issues (.6); draft, review and revise analysis re same (.6); correspond with A. Paul re same (.1); review correspondence from A. Paul re upcoming conference re appellate issues (.1); review correspondence from A. Paul to J. Donley and others re issues re motions for reconsideration (.1).
3/5/2011	Adam C Paul	.80	Analyze overruling joinders (.6); correspond with J. Gettleman re same (.2).
3/5/2011	John Donley	1.50	Review and reply to correspondence and review/revise drafts re CMO and next steps re motion for reconsideration and district court appeal.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/6/2011	Jeffrey Gettleman	2.30	Review correspondence from B. Weiland re updated work-in-progress chart (.1); draft, review and revise analysis re joinder issues (.9); legal research re same (1.2); correspond with A. Paul, J. Donley and others re same (.1).
3/6/2011	Adam C Paul	2.20	Correspond with J. Donley re scheduling order (.3); analyze and revise joint record (1.1); correspond with J. O'Neill re scheduling order (.2); analyze lender stipulation (.6).
3/6/2011	John Donley	.50	Review J. Gettleman research re appeal issue (.3); correspond with A. Paul re same (.2).
3/7/2011	Megan M Kokontis	.50	Research, review and analyze recent material filings for work in progress report.
3/7/2011	Kimberly K Love	8.80	Prepare, edit and update joint record on appeal per J. Donley and D. Boll (5.0); prepare and organize materials cited on joint record (3.8).
3/7/2011	Deanna D Boll	5.70	Confer with L. Esayian re 9033 response (.2); confer with J. Donley, A. Paul, L. Esayian, K. Love, et al. re record (.6); edit and revise 9033 response (.4); confer with A. Greanan re Dec. 23 plan and confer with K. Love re same (.4); confer with J. O'Neill re scheduling order (.2); review revised proposed scheduling order and confer with J. Donley re same (.3); confer with L. Esayian re Libby settlement with Montana and consider issues re same (.4); edit and revise record index and review documents for same (3.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/7/2011	Jeffrey Gettleman	4.10	Review correspondence from J. Baer re joinder issue and necessity of clarifying order (.1); legal research re appealability of denial of motion to reconsider (1.0); confer with J. Donley and A. Paul re appellate timeline and consolidation of appeals (.6); review A. Paul comments to draft consolidated response to 9033 objections and correspondence with D. Boll re same (.5); prepare for and participate in conference with J. Donley, J. Baer, counsel for prospective appellants and others re draft appellate scheduling order (.6); review correspondence from A. Paul re proposal to consolidate appeals (.1); confer with A. Paul re same (.2); review correspondence from A. Paul to J. Donley and others re joinder issues (.1); correspond with A. Paul re appeals from motions to reconsider (.1); analyze proposed appellate scheduling order (.2); prepare for and participate in conference with J. Donley, A. Paul, counsel for plan proponents and others re proposal to consolidate appeals (.6).
3/7/2011	Adam C Paul	5.10	Analyze appellate order (1.1); confer with J. Donley re same (.4); confer with appellants re same (.7); confer with plan proponents re lender appeal (.5); receipt and review of correspondence from J. Donley re MCC appeal (.3); prepare for appellate briefing (2.1).
3/7/2011	John Donley	8.90	Negotiations with numerous appellants re District Court procedures and draft order and revise order (2.8); analyze and review record re substantive and procedural issues relating to bank lenders' proposed stipulation re claims and appeal (2.0); confer with P. Lockwood, R. Wyron, R. Frankel, J. Baer and A. Paul re appeal issues and draft order (.5); confer with A. Paul and J. Wisler re next steps (.1); review joint record on appeal, review and edit index, draft and edit inserts to index, and correspond and confer with D. Boll and K. Love re same (2.7); draft correspondence to A. Rosenberg and bank counsel re appeal issues (.3); correspond with P. Bentley re bank issues (.2); confer and further correspond with J. Wisler re appeal issues (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/7/2011	Lisa G Esayan	1.00	Review information re proposed Libby/Montana settlement (.2); confer with T. Schiavoni re Libby appeal of Royal settlement (.2); review proposed scheduling and case management order for District Court appeals (.4); confer with J. Donley re appellate briefing (.2).
3/7/2011	Gayle M Lodygowski	6.90	Prepare and organize documents added to revised joint appendix to the appeal (2.9); prepare and transmit daily docket updates (2.5); update pleadings database (1.5).
3/8/2011	Kimberly K Love	3.10	Prepare and organize materials cited in joint record on appeal.
3/8/2011	Deanna D Boll	7.20	Confer with appellants re joint record and edit same (3.4); confer with J. O'Neill re same (.2); confer with E. Leibenstein re NERA issues and review same (1.1); review scheduling order and correspond with J. O'Neill re same (.2); review Denise Martin testimony from confirmation hearing (1.3); confer with J. Liesemer re record issues (.2); confer with J. Baer and D. Turetsky re cure stipulation with Sealed Air (.8).
3/8/2011	Adam C Paul	3.70	Analyze and revise appellate scheduling order (.6); correspond with J. O'Neill re Garlock request (.3); analyze lender stipulation (.7); prepare for settlement meeting (1.2); analyze district court filings (.9).
3/8/2011	Justin S Brooks	.70	Review and analyze joint motion to consolidate Bank Lender appeals (.5); draft short memorandum to J. Donley re same (.2).
3/8/2011	John Donley	2.10	Research Rule 8002 and cross appeal issues (.8); confer and correspond with J. Wisler re MCC issues (.3); revise CMO and correspond with J. O'Neill re same (.3); correspond with A. Rosenberg, K. Cobb, J. O'Neill, J. Baer and K. Pasquale re bank lender issues and revise draft pleading (.3); confer with R. Frankel re joint plan proponents strategy (.2); confer with M. Shelnitz re case strategy (.2).
3/8/2011	Lisa G Esayan	.50	Review proposed settlement terms for certain insurers.
3/8/2011	Gayle M Lodygowski	5.30	Prepare and organize documents added to revised joint appendix to appeal (3.0); prepare and transmit daily docket updates (1.8); update pleadings database (.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/9/2011	Kimberly K Love	3.90	Review and obtain admitted status/information re various exhibits for joint record (1.5); prepare and organize electronic versions of current plan materials to be forwarded to client per D. Boll (2.4).
3/9/2011	Deanna D Boll	4.60	Draft write up re D. Martin and NERA work per E. Leibenstein and confer with E. Leibenstein re same (1.2); confer with K. Love re record and edit index re same (2.3); confer with L. Esayian re BNSF and CNA appellate issues (.3); review draft of cure stipulation and confer with J. Baer re same (.4); edit 9033 response and confer with J. Donley re same (.4).
3/9/2011	Adam C Paul	7.50	Analyze and revise joint record (4.7); correspond with J. Baer re 9019 motion (.6); correspond with J. Baer re benefits motion (.3); analyze Burlington Coat Factory claims (.6); analyze CNA appellate pleadings (.9); correspond with J. Donley re 9033 response (.4).
3/9/2011	John Donley	5.00	Review and analyze 9033 objections filed by various parties (1.0); review draft plan proponents' response and review core/non-core discussion and authorities and correspond with D. Boll, L. Esayian and A. Paul re same (1.8); revise 9033 response and correspond with D. Boll re same (.6); confer and correspond with J. Baer re 9033's and current projects (.2); review draft motion, source documents and J. Baer correspondence re Otis pipeline settlement (.8); confer and correspond with A. Paul re strategy meeting, 9033 issues and current projects (.3); review docketing notices re court appeal and confirmation order and errors in same and correspond with J. O'Neill and A. Paul re same (.3).
3/9/2011	Lisa G Esayian	2.30	Attend to matters re Libby appeal of CNA settlement (.8); work on BNSF and related issues in connection with confirmation appeals (1.5).
3/9/2011	Gayle M Lodygowski	7.00	Review all documents listed on joint appendix to appeal for accuracy (5.0); prepare and transmit daily docket updates (1.5); update pleadings database (.5).
3/10/2011	Megan M Kokontis	2.60	Draft and revise motion template (2.0); review recent material filings for updated work in progress report (.6).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/10/2011	Deanna D Boll	3.50	Edit and revise 9033 objection and circulate to plan proponents for sign off (2.5); confer with client re same (.1); confer with J. Donley, A. Paul, J. Liesemer, et al. re record issues (.7); confer with L. Esayian re District Ct order and consider same (.2).
3/10/2011	Jeffrey Gettleman	.10	Correspond with A. Paul re incentive plans issue.
3/10/2011	Adam C Paul	6.10	Analyze and revise notice of sale (.8); correspond with J. Donley re appeals (.4); analyze notices of appeal (.6); analyze Cape Cod settlement (1.1); analyze and revise benefits motion (1.7); analyze district court scheduling order (.4); correspond with J. Baer re benefits motion (.7); correspond with J. Donley re benefits motion and appeals (.4).
3/10/2011	John Donley	3.10	Edit R. 9033 response and correspond with D. Boll J. O'Neill and R. Finke re same (.4); review appellate filings (Garlock, Libby, et al.) and docketing orders, review CMO, correspond with client, K. Pasquale, J. O'Neill, J. Baer and A. Paul re possible revisions to appellate process and schedule (.8); review J. Green correspondence and correspond with K. Pasquale, plan proponents and J. O'Neill re same (.4); outline appeal arguments re standard of review and 524(g) issues (1.5).
3/10/2011	Lisa G Esayian	2.50	Review District Court dockets and docketing notices re appeals of CNA settlement (.3); correspond with M. Shelnitz and R. Finke re same (.2); correspond with ACC's and FCR's counsel re issues re unsettled insurers (.4); work on Garlock issues for confirmation appeals (1.6).
3/10/2011	Gayle M Lodygowski	6.60	Prepare and organize additional documents re joint appendix to appeal (3.9); prepare and transmit daily docket updates (2.0); update pleadings database (.7).
3/11/2011	Megan M Kokontis	.80	Review and analyze recent material filings and draft summary re same.
3/11/2011	Deanna D Boll	4.00	Confer with D. Turetsky re appeal issues (.8); review materials for record (2.8); confer with J. Donley re appeal issues (.4).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/11/2011	Jeffrey Gettleman	2.00	Review correspondence from J. Baer re proposed employee incentive motion (.1); review correspondence from A. Paul re same (.2); search for and retrieve presentation of KERP issues (.4); correspond with A. Paul and J. Donley re same (.2); correspond with A. Paul re same (.1); confer with A. Paul re applicability of BAPCPA amendments to Grace LTIP (.2); legal research re same (.7); review correspondence from J. Baer re same (.1).
3/11/2011	Adam C Paul	6.90	Confer with J. Donley re appellate strategy (1.2); analyze possible appellants and briefing (1.6); confer with J. Baer re benefits motion (.4); prepare for conference with ACC and FCR (1.1); analyze notices of appeal (.9); analyze and revise benefits motion (1.3); analyze and revise 9033 response (.4).
3/11/2011	John Donley	5.00	Outline appellate issues and arguments (1.8); confer with A. Paul re same (1.2); confer with D. Boll re various parties' appellate arguments and issues/drafting of main brief (.4); correspond with A. Rich and J. Baer re Samson stipulation (.2); correspond with L. Casey and plan proponents re R. 9033 stipulation relating to 2/15 clarifying order and make revisions to stipulation (.4); review bank lenders' stipulation and correspond with plan proponents' counsel, M. Shelnitz and R. Finke and confer with A. Rosenberg re same (.5); correspond with K. Pasquale, plan proponents' counsel, M. Shelnitz and R. Finke re appeal CMO (.2); confer and correspond with J. O'Neill, J. Baer and A. Paul re same (.3).
3/11/2011	Lisa G Esayan	2.00	Correspond with insurer Midland re settlement issues (.3); correspond with M. Garbowski at Anderson Kill re same (.4); correspond with B. Horkovich and P. Mahaley re issues re remaining non-settled insurers (.3); work on issues re potential Libby/BNSF/insurer settlement (1.0).
3/11/2011	Gayle M Lodygowski	4.00	Review previously admitted exhibits re confidentiality status (2.0); prepare and transmit daily docket updates (1.5); update pleadings database (.5).
3/14/2011	Jeffrey M Armington	3.10	Confer with J Gettleman re equitable mootness (.3); review equitable mootness precedent and memo re substantial consummation (1.3); research equitable mootness precedent in the Third Circuit (1.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/14/2011	Deanna D Boll	7.20	Confer with K. Love and G. Lodygowski re 9033 response (.2); confer with J. O'Neill re same (.1); analyze issues re record (2.2); review confirmation hearing briefs and outline draft of same for appellee response (4.7).
3/14/2011	Jeffrey Gettleman	.40	Confer with A. Paul re research re substantial consummation, equitable mootness and Bankruptcy Rule 8017 (.1); confer and correspond with J. Armington re same (.2); correspond with A. Paul re same (.1).
3/14/2011	Adam C Paul	4.70	Confer with J. Donley re resolution of objections (.9); correspond with R. Wyron re settlement history (.3); analyze and revise 9033 response (.8); prepare for settlement meeting (.5); confer with R. Wyron re same (.7); confer with J. Donley and L. Esayian re same (.7); analyze recently filed pleadings (.8).
3/14/2011	John Donley	4.80	Final edits to 9033's and correspond with D. Boll re same (.4); work on strategy and appeal issues relating to Libby, lenders/GUC, BNSF, MCC, Montana, PD and others (1.5); confer with A. Paul re same (.9); confer with R. Wyron and A. Paul re case resolution strategies (.8); confer with L. Esayian and A. Paul re insurance strategies (.5); confer with M. Shelnitz re developments (.2); confer and correspond with J. O'Neill re case management order and appeal issues (.3); confer with G. Cassada re same (.2).
3/14/2011	Lisa G Esayian	2.50	Correspond with R. Finke re information requested by certain insurers (.3); correspond with M. Garbowski (Anderson Kill) re same (.3); review portions of CNA and Royal settlements (1.0); confer with J. Donley and A. Paul re Libby/BNSF/Royal/CNA settlement issues (.6); add to joint record for confirmation appeals (.3).
3/14/2011	Gayle M Lodygowski	6.20	Fact check plan proponents' consolidated response to preliminary objections filed pursuant to Bankruptcy Rule 9033 brief (1.7); prepare and organize materials cited in joint record (2.0); prepare and transmit daily docket updates (1.6); update pleading database (.9).
3/15/2011	Jeffrey M Armington	3.00	Draft and revise memo on equitable mootness in Third Circuit.
3/15/2011	Megan M Kokontis	.60	Review and analyze recent material filings and draft summary re same (.5); correspond with B. Weiland re work in progress report (.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/15/2011	Kimberly K Love	7.50	Prepare and organize various appeal filings for inclusion into case files (2.0); review and update case calendar with recently received information (1.0); revise and edit joint record index per A. Paul and J. Donley (4.5).
3/15/2011	Jeffrey Gettleman	1.20	Review correspondence from A. Paul re equitable mootness research and appellate procedure memorandum (.2); correspond with J. Armington re same (.2); correspond with J. Armington re research projects re appeals (.2); review and revise draft memorandum re equitable mootness (.4); correspond with J. Armington with comments to same (.2).
3/15/2011	Adam C Paul	3.80	Analyze appellate issues (.8); analyze equitable mootness (.9); prepare for settlement meeting (2.1).
3/15/2011	John Donley	6.80	Analyze and outline variety of strategic and case resolution issues and prepare for client meeting re same (4.3); analyze Libby appeal and strategic issues (1.8); work on joint index for appeal (.5); correspond with A. Rosenberg re bank issues (.2).
3/15/2011	Lisa G Esayian	2.50	Work on follow-up issues re potential settlement approaches to BNSF/Libby/insurers (1.5); correspond with J. Donley and A. Paul re same (.3); correspond with certain settled insurers' counsel re their questions re potential schedule for appeals and plan effective date (.4); review recent filings related to BNSF and Libby appeals of CNA settlement (.3).
3/15/2011	Gayle M Lodygowski	5.20	Prepare and organize materials cited in joint record (1.8); edit database re joint record per J. Donley (1.7); prepare and transmit daily docket updates (.9); update pleading database (.8).
3/16/2011	Kimberly K Love	7.80	Prepare and edit joint record with additions and mark ups from various attorneys (5.0); prepare and organize various documents cited within joint record for use on FTP site (2.8).
3/16/2011	Deanna D Boll	7.70	Confer with D. Turetsky re appellate issues (.5); confer with J. Donley re confidential document issues (.1); confer with K. Love re record and work on same (2.3); review issues re protective orders and confidential documents (.4); review correspondence from D. Turetsky re Sealed Air cure stipulation and confer with D. Turetsky and J. Baer re same (.5); confer with D. Felder (multiple) re joint record issues (.7); edit outline for draft brief (3.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/16/2011	Jeffrey Gettleman	.20	Confer with A. Paul re drafting of certain sections of appellee brief.
3/16/2011	Adam C Paul	8.50	Confer with J. Donley re settlement meeting (.5); prepare for settlement meeting (3.7); participate in settlement meeting (4.0); confer with J. Gettleman re appellate briefs (.3).
3/16/2011	John Donley	7.80	Prepare for client strategy meeting (3.0); strategy meeting with A. Paul, L. Esayian, M. Shelnitz, R. Finke, P. Lockwood, R. Wyron and R. Frankel re joint issues and case resolution options (4.0); confer with A. Paul re meeting prep (.5); confer and correspond with L. Esayian re CNA issues (.3).
3/16/2011	Lisa G Esayian	3.40	Confer with M. Shelnitz, R. Finke, J. Donley, P. Lockwood, R. Frankel and others re potential settlement issues.
3/16/2011	Gayle M Lodygowski	6.90	Prepare and organize materials cited in joint record (4.0); assist with revising database re joint record (1.4); prepare and transmit daily docket updates (1.0); update pleading database (.5).
3/17/2011	Kimberly K Love	5.00	Review and obtain information re confidential document designations of documents cited on joint record (2.0); revise and edit joint record with edits received from various attorneys (3.0).
3/17/2011	Deanna D Boll	2.70	Confer with M. Araki re claimholder issue related to confirmation (.4); confer with K. Love re confidential documents and prepare index of record (2.3).
3/17/2011	Adam C Paul	1.60	Analyze Montana briefs (1.2); confer with J. Donley re settlement discussions (.4).
3/17/2011	John Donley	5.40	Analyze, research and outline points re follow-up issues and next steps from client strategy meeting (4.4); confer with M. Shelnitz and R. Finke re same (.4); correspond with A. Rosenberg re bank appeal issue (.2); review various recent pleadings (.4).
3/17/2011	Lisa G Esayian	.80	Edit joint record for confirmation appeals.
3/18/2011	Nate Kritzer	1.80	Research law concerning settlement agreements and Rule 408 per J. Donley request.
3/18/2011	Megan M Kokontis	.30	Review and analyze recent material filings and draft summary re same.
3/18/2011	Kimberly K Love	4.50	Prepare and organize notices of intent to be forwarded to client (1.0); prepare and organize materials from docket for circulation to team (2.0); update joint record with edits provided by various attorneys (1.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/18/2011	Andrew Brniak	.60	Prepare, revise and review chart re notice of appeals relating to memorandum opinion denying reconsideration motion (.4); correspond with J. Gettleman re conclusions of same (.2).
3/18/2011	Deanna D Boll	6.80	Confer with client and K&E team re Libby medical issues and consider issues re same (.3); confer with J. Donley and K. Love re record (.4); confer with C. Scherry at Nathan Kimmel re cure issues and contact J. Baer re same (.4); confer with K. Love re protective order issues (.2); confer with J. Liesemer re record and work on same (2.3); review briefs for appellate brief drafting (3.2).
3/18/2011	Jeffrey Gettleman	2.90	Confer with A. Paul re research projects re settlement negotiations with plan objectors (.3); correspond with J. Armington re same (.4); review plan and disclosure statement re Libby Medical Plan (.3); confer (multiple) with A. Paul re notices of appeal (.4); review and analyze chart of notices of appeals (.6); review court orders re same (.2); confer with A. Paul re Libby Medical Program issues (.4); review correspondence from A. Paul re additional notices of appeal filed (.3).
3/18/2011	Adam C Paul	3.70	Confer with J. Donley re settlement issues and remaining appeals (1.2); confer with J. Gettleman re same (.4); correspond with J. Baer re same (.3); analyze and revise fee application (1.2); analyze and revise form pleading (.6).
3/18/2011	John Donley	6.80	Continue analysis and outlining of various legal strategic issues re Libby claims (3.3); continue analysis and outlining of various legal strategic issues re AMH claims (1.8); confer and correspond with A. Paul re Libby and PD issues (.4); review notices of appeal and other pleadings (.3); work on joint index and participate in conference re same (1.0).
3/18/2011	Lisa G Esayan	5.80	Analyze BNSF and Libby appeals of Royal and CNA settlement (.5); confer with J. Donley re property damage issues (.5); work on memo re same (4.8).
3/19/2011	Jeffrey Gettleman	1.80	Review and analyze Libby Medical Program (.8); review and analyze first day wages motion re same (.2); draft, review and revise analysis re same (.6); correspond with A. Paul re same (.2).
3/19/2011	Adam C Paul	.60	Correspond with J. Gettleman re Libby Medical Plan.
3/19/2011	Lisa G Esayan	2.90	Work on Anderson Memorial class issues.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/20/2011	Jeffrey M Armington	3.80	Draft summary of conditions to occurrence of effective date of the plan.
3/20/2011	Nate Kritzer	1.70	Further research of issues relating to settlement agreements.
3/20/2011	Jeffrey Gettleman	2.30	Review and analyze research re resolicitation standards in Third Circuit (1.1); correspond with A. Paul re same (.5); review and analyze J. Armington analysis of conditions to occurrence of effective date (.1); review correspondence from A. Paul re additional notices of appeal (.1); review docket re same (.2); correspond with J. Armington re analysis of Grace plan re effective date (.3).
3/20/2011	Adam C Paul	2.20	Correspond with J. Donley, J. Baer and J. Gettleman re settlement and appeals (1.3); analyze Libby Medical Plan (.9).
3/21/2011	Jeffrey M Armington	3.00	Draft chart of conditions to confirmation and effective date.
3/21/2011	Nate Kritzer	5.60	Research issues relating to settlement agreements (4.7); confer with J. Donley re same (.3); draft memo to J. Donley re same (.6).
3/21/2011	Kimberly K Love	5.70	Prepare and organize information for inclusion in joint record.
3/21/2011	Andrew Brniak	.20	Prepare, revise and review chart re notice of appeals relating to memorandum opinion denying reconsideration motion (.1); correspond with J. Gettleman and A. Paul re same (.1).
3/21/2011	Deanna D Boll	3.30	Review protective orders and draft acknowledgment for confidential document database (1.2); confer with J. Liesemer re confidential documents (.2); confer with appellants re joint record and edit same (1.7); confer with K. Makowski re BNSF and Libby issues (.2).
3/21/2011	Jeffrey Gettleman	1.00	Review correspondence from A. Brniak re notices of appeal tracking chart (.1); prepare for and participate in conference with A. Paul, J. Donley and J. Baer re appellate issues and settlement discussions (.6); correspond with A. Paul re weekly internal call (.1); correspond with J. Armington re effective date checklist (.2).
3/21/2011	Adam C Paul	4.90	Analyze AMH issues (.9); confer with J. Donley and J. Baer re strategy to resolve objections (.8); correspond with J. Donley re AMH and Libby (.4); analyze conditions to effective date (1.6); analyze Libby Medical Plan (1.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/21/2011	John Donley	8.00	Research and review authorities, analyze and outline various strategic and case resolution options (4.3); draft outline re same (1.0); review N. Kritzer research re Rule 408 and Montana authorities (.8); confer and correspond with A. Paul re case resolution and strategy issues in preparation for client call (.4); correspond with J. Sprayregen and A. Paul re same (.2); work on CNA appeal and medication issues and correspond with L. Esayian re same (.4); analyze PD claims, procedural and claim history and strategy re same (.2); confer with L. Esayian re same (.4); review and revise PD client memoranda (.3).
3/21/2011	Lisa G Esayian	3.50	Confer with J. Donley re property damage claims issues (.5); revise memo re same (.8); forward PD memo to M. Shelnitz and R. Finke with cover note re certain points (.2); review correspondence re potential mediation for BNSF and Libby appeals re CNA (.3); confer with P. Lockwood, R. Frankel and R. Wyron re BNSF and Libby appeals of CNA and Royal settlements (1.0); correspond with T. Schiavoni re same (.3); correspond with M. Shelnitz re same (.4).
3/21/2011	Gayle M Lodygowski	.90	Prepare and transmit daily docket updates (.4); update pleadings database (.5).
3/22/2011	Jeffrey M Armington	4.20	Review precedent and summarize plan settlement with asbestos claimants (1.2); correspond with J Gettleman and A. Brniak re same (.5); draft and revise chart of conditions to effective date (2.5).
3/22/2011	Kimberly K Love	5.50	Review and obtain information re admitted status of various exhibits from confirmation hearing to determine if they should be added to joint record (4.0); prepare information for upcoming hearing (1.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/22/2011	Deanna D Boll	6.30	Confer with D. Rosendorf re record (.1); confer with J. Baer and J. Donley re record and appendix (.7); confer with D. Turetsky re appellate issues (.4); confer with J. Green and R. Cobb re motion to consolidate lender appeals, and work with plan proponents on finalizing same (1.3); confer with J. Baer re trial exhibits stricken from admission and history re same (.3); review confirmation hearing documents for record edits (1.5); confer with L. Esayian re joint record (.5); confer with D. Primack re record issues (.4); confer with J. Donley re same (.1).
3/22/2011	Jeffrey Gettleman	1.80	Correspond with A. Paul re settlement strategy call (.1); prepare for and participate in conference with A. Paul, J. Donley, client and others re same (.9); correspond with J. Armington re effective date checklist (.3); review and revise effective date checklist (.4); correspond with A. Paul re same (.1).
3/22/2011	Adam C Paul	3.30	Confer with J. Donley and M. Shelnitz re AMH and Libby (.9); prepare for same (.9); confer with J. Donley re AMH (.4); analyze appellate deadlines (.8); prepare for appeal (.3).
3/22/2011	John Donley	3.80	Participate in strategy call with M. Shelnitz, R. Finke, A. Paul and J. Baer (.9); prepare for same (.5); follow-up conference and correspondence with A. Paul re next steps (.3); continue study and analysis of PD and Speights claim issues (1.0); review index revisions and correspond with D. Boll and J. Baer re joint index and appeal stipulation issues (.7); confer with P. Bentley and correspond with plan proponents and J. Baer re GUC stipulation issues (.4).
3/22/2011	Lisa G Esayian	4.50	Correspond with L. Casey and T. Schiavoni re BNSF appeal of Royal settlement (.3); confer with M. Shelnitz, R. Finke, J. Donley, A. Paul and J. Baer re various potential settlement issues related to plan confirmation (.9); prepare for same (.6); work on follow-up PD issues related to same (2.2); work on issues re joint record for appeals and confer with D. Boll re same (.5)
3/22/2011	Gayle M Lodygowski	1.60	Prepare and transmit daily docket updates (1.1); update pleadings database (.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/23/2011	Kimberly K Love	6.80	Prepare and edit joint record for accuracy (2.8); prepare and organize materials requested by J. Gettleman (2.0); review and obtain information re ZAI claims as requested by L. Esayian (2.0).
3/23/2011	Andrew Brniak	1.00	Research and compile docketed pleadings re March 28, 2011 hearing agenda and correspond with J. Gettleman re same (.2); analyze bankruptcy docket re Quigley Co. relating to settlement agreement materials (.1); review and mark-up chart of confirmation requirements and objections relating to Tyco and Garlock defined terms (.3); correspond with J. Gettleman re same (.4).
3/23/2011	Deanna D Boll	4.50	Confer with appellants re joint record (.2); confer with J. Donley re same (.1); confer with D. Primack and M. Brown re record (.1); confer with K. Makowski re appellate issues (.3); confer with M. Phillips (Paul Weiss) re lender record issues and review same (2.9); confer with K. Love re N. Coco requests for record and review same (.7); confer with N. Coco re same (.2).
3/23/2011	Jeffrey Gettleman	3.30	Correspond with A. Paul re appellate briefing (.1); review objection chart re preparation for appellate briefing (.3); review docket re same (.3); correspond with A. Brniak re annotation of objection chart re same (.1); correspond with K. Love re pleadings re same (.1); review disclosure statement for background re same (.2); review Covidien 10-K form re same (.2); review Grace first day affidavit re same (.3); review correspondence from K. Love re Tyco and Garlock pleadings (.1); review correspondence from A. Brniak re first day affidavit (.1); correspond with A. Paul re appellate briefing issues (.1); review and analyze Garlock main objection, trial brief and post-trial reply brief re preparation for appellate briefing (1.4).
3/23/2011	Adam C Paul	2.00	Analyze and revise hearing agenda (.5); analyze and revise pro hac filings (.2); analyze appeals and brief assignments (.7); confer with appellants re joint record (.6).
3/23/2011	John Donley	1.00	Revise joint index (.4); correspond with D. Boll re same (.1); confer with all appellants and plan proponents re same (.3); correspond with J. Baer and lenders' counsel re appeal stipulation issues (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/23/2011	Lisa G Esayian	4.90	Analyze issues re appeals of CNA and Royal settlements (1.8); analyze issues re Libby purported insurance rights, for confirmation appeals (.9); analyze Anderson class issues (2.2).
3/23/2011	Gayle M Lodygowski	1.00	Prepare and transmit daily docket updates (.8); update pleadings database (.2).
3/24/2011	Kimberly K Love	6.40	Revise and edit joint record.
3/24/2011	Andrew Brniak	1.50	Annotate and summarize chart of confirmation requirements and objections relating to confirmation materials (1.2); correspond with J. Gettleman re same (.3).
3/24/2011	Deanna D Boll	4.30	Confer with L. Esayian re joint record (.4); confer with J. Brooks et al. re lender designation issues (.5); confer with AXA Belgium re record (.2); analyze issues re record and edit same (3.2).
3/24/2011	Jeffrey Gettleman	.70	Correspond with A. Paul re effective date checklist (.1); review correspondence from A. Paul re appellate briefing issues (.1); review objection chart re responses to Garlock objections and court's treatment of same (.4); confer with A. Brniak re additional pleadings needed re same (.1).
3/24/2011	Adam C Paul	2.90	Analyze appellate tasks (1.2); correspond with J. Donley re same (.6); analyze AMH claims (.8); analyze effective date checklist (.3).
3/24/2011	Justin S Brooks	1.50	Review various Lender pleadings and joint designations (.7); confer with D. Boll re same (.5); recommend additional designations and points Grace should argue against being submitted (.3).
3/24/2011	John Donley	1.10	Review research on standard of review and appellant statements/counter-statements of issues (.9); finalize stipulation and correspond with J. Baer and P. Bentley re same (.2).
3/24/2011	Lisa G Esayian	3.70	Revise and add to index for joint record for confirmation appeals and correspond with K. Love and D. Boll re same (1.5); prepare memorandum re Anderson Memorial (1.8); correspond with M. Shelnitz and R. Finke re same (.4).
3/24/2011	Gayle M Lodygowski	3.00	Prepare and organize documents added to revised joint record on appeal (1.7); prepare and transmit daily docket updates (1.0); update pleadings database (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/25/2011	Kimberly K Love	11.10	Prepare and organize various case background materials to be forwarded to C. Landau per J. Donley and A. Paul (3.8); prepare and edit confidential cover sheet to be added to confidential documents cited in joint record (.5); attach confidential cover sheets to documents designated confidential in joint record (2.0); revise and edit joint record with information requested by other parties for inclusion (3.4); prepare and organize various materials requested by client re pension motions (1.4).
3/25/2011	Andrew Brniak	1.90	Confer with J. Gettleman re appellee counter-designations of issues on appeal and consider issues re same (.6); correspond with J. Gettleman re conclusions of same (.1); prepare and compile Westlaw citations re J. Gettleman correspondence relating to confirmation appeal issues (1.1); correspond with K. Love re same (.2).
3/25/2011	Deanna D Boll	6.80	Confer with J. Donley and J. Baer re bank stipulation (.2); confer with Garlock re record issues and review same (.5); confer with J. Donley re record issues (.3); confer with J. Koski (C&D); D. Felder, R. Worf, M. Phillips, and L. Esayian re record issues and review issues re same (5.8).
3/25/2011	Jeffrey Gettleman	4.30	Review correspondence from A. Paul re appellate materials for drafting of brief and analyze issues re same (3.7); prepare materials for standard of appellate review for C. Landau (.6).
3/25/2011	Adam C Paul	3.30	Confer with J. Donley re appeals (1.1); confer with C. Landau re same (.7); confer with J. Gettleman re preparation for appeals (.4); correspond with J. Gettleman re statement of issues (.3); correspond with J. Donley re AMH (.3); correspond with J. O'Neill re District Court hearing (.2); confer with J. O'Neill re same (.3).
3/25/2011	John Donley	1.90	Work on joint index (.5); confer with C. Landau re estoppel issues (.7); confer and correspond with A. Paul re appeal issue (.5); review recent pleadings (.2).
3/25/2011	Lisa G Esayian	2.50	Confer with J. Donley and A. Paul re Anderson Memorial issues (.4); assemble and analyze additional information re same (1.0); follow-up discussion with J. Donley and A. Paul re same (.3); confer with D. Boll re issues re joint record for confirmation appeals (.5); revise same (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/25/2011	Christopher Landau, P.C.	.80	Confer with J. Donley, A. Paul and team re confirmation appeals.
3/25/2011	Gayle M Lodygowski	6.30	Prepare and organize documents added to revised joint record on appeal.
3/26/2011	Kimberly K Love	6.50	Prepare and update joint record with information requested by various parties for inclusion on record.
3/26/2011	Gayle M Lodygowski	5.30	Prepare, review and organize confidential documents included on revised joint appendix to appeal (2.3); update database re index of bates numbers for joint appendix (3.0).
3/28/2011	Kimberly K Love	10.70	Prepare and organize various materials requested by J. Baer re Canada and Montana for use with upcoming briefing (2.8); revise and update joint record with information requested by various parties for inclusion in record (7.9).
3/28/2011	Jeffrey Gettleman	.60	Review and analyze plan proponents' main confirmation brief, pre-trial brief and post-trial reply brief re appellate briefing (.2); review trust distribution procedures re same (.1); review pre-confirmation and post-confirmation objection charts re same (.2); review bankruptcy court memorandum opinion and findings of fact/conclusions of law re same (.1).
3/28/2011	Adam C Paul	4.10	Analyze record on appeal and prepare for statements on appeal (.7); correspond with R. Finke re medicare program (.4); correspond with J. O'Neill re district court appeal (.3); correspond with working group re appeal (1.3); analyze Sealed Air issues (.7); analyze warrants and warrant agreement (.7).
3/28/2011	John Donley	.50	Review filings and correspond with ACC and FCR counsel re same (.3); correspond with J. O'Neill and J. Baer re district court appeal and omnibus hearing (.2).
3/28/2011	Lisa G Esayian	.80	Correspond with ACC's and FCR's counsel re BNSF issues (.5); add materials to index for joint record for confirmation appeals (.3).
3/29/2011	Kimberly K Love	12.30	Review and obtain information re deposition designations by MCC re P. Lockwood and J. Posner (2.0); revise and update joint record with information requested by various parties (10.3).
3/29/2011	Deanna D Boll	8.80	Confer with J. Donley, J. Wisler, J. Koski, L. Esayian, M. Phillips, et al. re record issues and work on same (5.6); analyze issues for appellee briefing (3.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/29/2011	Adam C Paul	2.80	Analyze warrant agreement (.6); correspond with J. O'Neill re appeal (.6); correspond with J. Donley re Sealed Air (.4); analyze joint record (.7); correspond with J. Donley re appeal (.5).
3/29/2011	John Donley	2.20	Work on joint index issues and correspond with D. Boll and J. Brooks re same (.6); analyze strategic and legal issues and correspond with M. Shelnitz and J. Baer re same (.5); confer with M. Shelnitz re same (.2); correspond with A. Paul re same (.2); review various new pleadings and filings (.2); correspond with A. Paul and J. Sprayregen re plan securities issue (.2); correspond with J. O'Neill and J. Baer re District Court appeal issues (.3).
3/29/2011	Lisa G Esayan	5.00	Confer with L. Casey and T. Schiavoni re possible stipulation for dismissal of BNSF appeal of Royal settlement (.6); update ACC's and FCR's counsel re same and reply to questions from R. Frankel re same (.4); review Maryland Casualty's proposed additional items for joint confirmation appeals record and correspond with D. Boll re same (.5); review record from confirmation proceedings re submission of deposition designations (1.0); confer with D. Boll re adding deposition designations to joint confirmation appeals record (.5); work on BNSF and Anderson Memorial issues for confirmation appeals (2.0).
3/29/2011	Gayle M Lodygowski	10.30	Prepare and organize materials cited in joint record (8.3); assist with revising joint record database (1.0); prepare and transmit daily docket updates (.6); update pleading database (.4).
3/30/2011	Kimberly K Love	12.30	Revise and edit joint record with information requested by various parties for inclusion in record (5.0); review JA numbers on joint record for accuracy (1.3); review, organize and bates number various documents cited within joint record (3.0); assist with updating joint record with document bates number information (3.0).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/30/2011	Deanna D Boll	9.20	Work on record index and confer with appellants re same (3.2); confer with M. Araki re MCC ballots for record (.2); confer with J. Donley re lender issues (.5); confer with J. O'Neill and K. Makowski re Fresenius documents (.2); confer with K. Love re Lockwood deposition designations and review same (.8); confer with J. Baer re Nathan Kimmel issue (.1); confer with co-plan proponents re final record issues (.8); analyze issues re appellee brief (3.4).
3/30/2011	Adam C Paul	1.50	Confer with C. Landau re appeal (.4); analyze appellate review (.5); correspond with J. Donley re appeal (.2); correspond with plan proponents re statements of issues (.4).
3/30/2011	Britt C Grant	1.70	Participate in conference with C. Landau re standard of review issues (.4); prepare for same (1.3).
3/30/2011	John Donley	3.10	Confer with D. Boll re joint index issues and responses re issues raised by lenders, MCC, Garlock and other appellants (.5); review and respond to various correspondence re same (.4); analyze securities issue under Plan (.3); confer and correspond with M. Shelnitz re settlement strategy issue (.2); confer with M. Shelnitz, P. Lockwood, R. Frankel and R. Wyron re joint strategy issues (.7); confer with S. Birnbaum re joint plan issues (.4); review notices of appeal (.6).
3/30/2011	Lisa G Esayian	2.50	Review and revise index for joint record for appeals (1.3); work on Anderson Memorial issues for appeals (1.2).
3/30/2011	Christopher Landau, P.C.	1.50	Review materials re confirmation appeals (1.1); confer with B. Grant re same (.4).
3/30/2011	Gayle M Lodygowski	10.70	Prepare and organize materials cited in joint record (3.9); assist with revising database re joint record (6.8).
3/31/2011	Kimberly K Love	11.30	Revise and update joint record to include materials requested by various parties (10.0); review materials re deposition designation for information re MCC deposition designations re P. Lockwood (1.3).
3/31/2011	Deanna D Boll	7.40	Finalize joint designation of record and confer with multiple parties re same (5.2); draft cover pleading for same (2.2).
3/31/2011	Adam C Paul	2.30	Correspond with J. Donley re strategy and appeals (.6); analyze agenda (.6); correspond with D. Boll re record (.3); analyze and revise joint record (.8).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/31/2011	Britt C Grant	2.40	Perform legal research re 524(g) appellate standard of review.
3/31/2011	John Donley	2.50	Correspond with A. Paul re appeallate and case strategy issues (.6); work on various joint index issues and pleadings re same (1.9).
3/31/2011	Lisa G Esayian	4.50	Correspond with BNSF's counsel re issues re designations for record on appeal (.4); review Anderson Memorial's requested additional designations and record from confirmation hearing re same and correspond with D. Boll re same (2.0); additional revisions to index for joint record re confirmation appeals (1.6); review BNSF's statement of issues for appeal (.5).
3/31/2011	Gayle M .. Lodygowski	10.10	Prepare and organize materials cited in joint record (1.9); assist with revising database re joint record (8.2).
	Total:	732.10	

Matter 41 - Tax Issues - Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/10/2011	Todd F Maynes, P.C.	.50	Confer and correspond with C. Finke re NOL issues.
3/17/2011	Todd F Maynes, P.C.	1.00	Review new stock submissions.
	Total:	1.50	

Matter 42 - Travel - Non-working - Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/15/2011	Adam C Paul	2.10	Travel to Washington, DC for client strategy meeting (billed at half time).
3/16/2011	John Donley	3.50	Travel to and from Washington, DC for client strategy meeting (billed at half time).
3/17/2011	Adam C Paul	2.40	Travel from Washington, DC for client strategy meeting (billed at half time).
	Total:	8.00	

EXHIBIT B

Matter 42 - Travel - Non-working - Expenses

<u>Service Description</u>	<u>Amount</u>
Local Transportation	\$7.00
Travel Expense	\$912.37
Airfare	\$1,743.23
Transportation to/from airport	\$838.82
Travel Meals	\$134.30
Total:	\$3,635.72

Matter 42 - Travel - Non-working - Itemized Expenses

<u>Date</u>	<u>Amount</u>	<u>Description</u>
2/14/2011	97.60	CROWN CARS & LIMOUSINES, Transportation to/from airport, 02/14/2011, KIMBERLY LOVE
2/22/2011	118.01	ALL ABOUT CHARTER INC, Transportation to/from airport, John Donley, 2/22/2011
2/24/2011	369.40	Lisa Esayian, Airfare, Pittsburgh, PA, 03/01/2011 to 03/02/2011, (Oral Argument)
3/1/2011	40.00	Lisa Esayian, Transportation To/From Airport, (Oral Argument)
3/1/2011	46.00	Lisa Esayian, Transportation To/From Airport, (Oral Argument)
3/1/2011	2.15	Lisa Esayian, Travel Meals, Chicago, IL, (Oral Argument), Lunch
3/2/2011	306.66	Lisa Esayian, Lodging, Pittsburgh, PA, Westin Convention Center Pittsburgh, 03/01/2011 to 03/02/2011, (Oral Argument)
3/2/2011	37.00	Lisa Esayian, Transportation To/From Airport, (Oral Argument)
3/2/2011	40.00	Lisa Esayian, Transportation To/From Airport, (Oral Argument)
3/2/2011	72.73	VITAL TRANSPORTATION INC, Passenger: PAUL, ADAM, Transportation to/from airport, Date: 2/15/2011
3/2/2011	20.00	Lisa Esayian, Travel Meals, Pittsburgh, PA, (Oral Argument), Lunch
3/2/2011	25.00	Lisa Esayian, Travel Meals, Pittsburgh, PA, (Oral Argument), Breakfast
3/9/2011	816.40	John Donley, Airfare, Washington, DC, 03/16/2011 to 03/16/2011, (Court Hearing)
3/10/2011	557.43	Adam Paul, Airfare, Washington DC, 03/15/2011 to 03/17/2011, (Meeting)
3/15/2011	41.00	Adam Paul, Transportation To/From Airport, (Meeting)
3/15/2011	118.05	METROPOLITAN LIMOUSINE - Transportation to/from airport, ADAM PAUL, 03/15/11
3/15/2011	55.00	Adam Paul, Travel Meals, Washington, DC, (Meeting), Dinner
3/16/2011	7.00	Adam Paul, Taxi, (Meeting)
3/16/2011	36.00	John Donley, Transportation To/From Airport, (Meeting)
3/16/2011	18.00	John Donley, Transportation To/From Airport, (Meeting)
3/16/2011	16.00	John Donley, Transportation To/From Airport, (Meeting)
3/16/2011	14.40	Adam Paul, Travel Meals, Washington, DC, (Meeting), Breakfast
3/17/2011	605.71	Adam Paul, Lodging, Washington, DC, The Westin Washington, DC City Center, 03/16/2011 to 03/17/2011, (Meeting)
3/17/2011	32.00	Adam Paul, Transportation To/From Airport, (Meeting)
3/17/2011	126.43	METROPOLITAN LIMOUSINE - Transportation to/from airport, ADAM PAUL, 03/17/11
3/17/2011	17.75	Adam Paul, Travel Meals, Washington, DC, (Meeting), Breakfast
Total:	3,635.72	

Matter 52 – Expenses – Expenses

<u>Service Description</u>	<u>Amount</u>
Standard Copies or Prints	\$1,587.50
Color Copies or Prints	\$296.50
Overnight Delivery	\$34.48
Appearance Fees	\$260.00
Outside Computer Services	\$2,529.16
Computer Database Research	\$3,969.01
Total:	\$8,676.65

Matter 52 – Expenses – Itemized Expenses

<u>Date</u>	<u>Amount</u>	<u>Description</u>
1/31/2011	1,264.58	C2 Legal - Outside Computer Services, User License Fee
2/7/2011	97.98	West, Computer Database Research, Thompson, Leighanne, February 2011
2/11/2011	161.23	LexisNexis, Computer Database Research, Welch, Melinda, 2/11/2011
2/11/2011	84.21	West, Computer Database Research, Seewer, Sarah, February 2011
2/12/2011	424.50	West, Computer Database Research, Weildand, Brad, February 2011
2/16/2011	13.33	West, Computer Database Research, Donley, John W., February 2011
2/18/2011	6.61	West, Computer Database Research, Esayian, Lisa G., February 2011
2/18/2011	143.05	West, Computer Database Research, Brniak, Andrew, February 2011
2/22/2011	206.73	West, Computer Database Research, Love, Kimberly, February 2011
2/22/2011	664.66	West, Computer Database Research, Boll, Deanna D., February 2011
2/23/2011	2,166.71	West, Computer Database Research, Gettleman, Jeffrey, February 2011
2/28/2011	1,264.58	C2 Legal - Outside Computer Services, User License Fee
3/1/2011	8.30	Standard Prints
3/1/2011	15.20	Standard Prints
3/1/2011	52.20	Standard Prints
3/1/2011	3.60	Standard Copies or Prints
3/1/2011	4.20	Standard Prints
3/1/2011	0.40	Standard Prints
3/1/2011	5.90	Standard Prints
3/2/2011	0.30	Standard Prints
3/2/2011	24.10	Standard Prints
3/2/2011	6.10	Standard Prints
3/2/2011	7.80	Standard Prints
3/2/2011	31.10	Standard Prints
3/2/2011	3.20	Standard Prints
3/2/2011	5.50	Color Prints
3/3/2011	1.40	Standard Prints
3/3/2011	12.60	Standard Prints
3/3/2011	6.70	Standard Prints
3/3/2011	7.00	Standard Prints
3/4/2011	50.70	Standard Prints
3/4/2011	4.10	Standard Prints
3/7/2011	1.10	Standard Prints
3/7/2011	0.10	Standard Prints
3/7/2011	0.30	Standard Prints
3/7/2011	3.60	Standard Prints
3/7/2011	0.60	Standard Prints

<u>Date</u>	<u>Amount</u>	<u>Description</u>
3/7/2011	2.10	Standard Prints
3/8/2011	0.50	Standard Prints
3/8/2011	128.60	Standard Prints
3/8/2011	1.80	Standard Prints
3/8/2011	0.80	Standard Prints
3/8/2011	3.10	Standard Prints
3/8/2011	1.90	Standard Prints
3/8/2011	8.42	Fed Exp to: Ms. Andrea Greenan, COLUMBIA, MD from: Kimberly Love
3/9/2011	0.30	Standard Copies or Prints
3/9/2011	19.60	Standard Prints
3/9/2011	2.00	Color Prints
3/10/2011	9.00	Standard Prints
3/10/2011	0.90	Standard Prints
3/10/2011	9.10	Standard Prints
3/10/2011	11.50	Color Prints
3/10/2011	11.50	Color Prints
3/10/2011	2.50	Color Prints
3/11/2011	3.00	Standard Prints
3/11/2011	8.70	Standard Prints
3/11/2011	0.90	Standard Prints
3/11/2011	0.40	Standard Prints
3/11/2011	1.10	Standard Prints
3/11/2011	0.50	Color Prints
3/14/2011	11.00	Standard Copies or Prints
3/14/2011	2.50	Standard Prints
3/14/2011	0.80	Standard Prints
3/14/2011	3.40	Standard Prints
3/14/2011	3.00	Standard Prints
3/15/2011	4.70	Standard Prints
3/15/2011	1.90	Standard Prints
3/15/2011	1.00	Standard Prints
3/15/2011	6.00	Standard Prints
3/15/2011	26.06	UPS Dlvry to: Kirkland & Ellis LLP, Washington, DC from: Adam C. Paul
3/15/2011	65.00	CourtCall, LLC - Appearance Fees - CCID 4061802 3/2/11 Hearing - John Donley, U.S. Bankruptcy Court-Delaware.
3/15/2011	65.00	CourtCall, LLC - Appearance Fees - CCID 4061837 3/2/11 Hearing - Janet Baer, U.S. Bankruptcy Court-Delaware.

<u>Date</u>	<u>Amount</u>	<u>Description</u>
3/15/2011	65.00	CourtCall, LLC - Appearance Fees - CCID 4061817 3/2/11 Hearing - Deanna Boll, U.S. Bankruptcy Court-Delaware.
3/15/2011	65.00	CourtCall, LLC - Appearance Fees - CCID 4061815 3/2/11 Hearing - Adam Paul, U.S. Bankruptcy Court-Delaware.
3/16/2011	15.50	Standard Prints
3/16/2011	11.10	Standard Prints
3/16/2011	0.20	Standard Prints
3/16/2011	7.70	Standard Prints
3/16/2011	1.60	Standard Prints
3/16/2011	0.90	Standard Prints
3/16/2011	5.40	Standard Prints
3/16/2011	1.50	Color Prints
3/16/2011	8.50	Color Prints
3/16/2011	16.50	Color Prints
3/16/2011	9.50	Color Prints
3/16/2011	7.50	Color Prints
3/16/2011	32.50	Color Prints
3/16/2011	1.50	Color Prints
3/16/2011	22.50	Color Prints
3/16/2011	10.50	Color Prints
3/16/2011	14.00	Color Prints
3/16/2011	4.50	Color Prints
3/16/2011	13.50	Color Prints
3/16/2011	13.00	Color Prints
3/17/2011	0.20	Standard Prints
3/17/2011	6.50	Standard Prints
3/17/2011	1.60	Standard Prints
3/17/2011	0.70	Standard Prints
3/17/2011	0.30	Standard Copies or Prints
3/17/2011	0.80	Standard Prints
3/17/2011	6.70	Standard Prints
3/18/2011	0.20	Standard Copies or Prints
3/18/2011	5.40	Standard Prints
3/18/2011	0.70	Standard Prints
3/18/2011	2.20	Standard Prints
3/18/2011	0.80	Standard Prints
3/21/2011	7.60	Standard Prints
3/21/2011	21.80	Standard Prints
3/21/2011	24.60	Standard Prints

<u>Date</u>	<u>Amount</u>	<u>Description</u>
3/21/2011	20.80	Standard Prints
3/21/2011	22.40	Standard Prints
3/21/2011	2.80	Standard Copies or Prints
3/21/2011	0.90	Standard Prints
3/21/2011	3.40	Standard Prints
3/22/2011	0.60	Standard Prints
3/22/2011	1.00	Standard Prints
3/22/2011	21.60	Standard Prints
3/22/2011	0.60	Standard Prints
3/22/2011	0.30	Standard Prints
3/22/2011	0.30	Standard Prints
3/22/2011	1.80	Standard Prints
3/22/2011	6.70	Standard Prints
3/24/2011	42.00	Standard Prints
3/24/2011	24.10	Standard Prints
3/24/2011	33.00	Standard Prints
3/24/2011	8.80	Standard Prints
3/24/2011	73.40	Standard Prints
3/24/2011	51.20	Standard Prints
3/24/2011	6.80	Standard Prints
3/24/2011	0.40	Standard Prints
3/25/2011	22.80	Standard Prints
3/25/2011	130.40	Standard Prints
3/25/2011	39.20	Standard Prints
3/25/2011	13.10	Standard Copies or Prints
3/25/2011	4.30	Standard Prints
3/25/2011	0.20	Standard Prints
3/28/2011	0.40	Standard Prints
3/28/2011	1.00	Standard Prints
3/28/2011	125.30	Standard Prints
3/29/2011	4.40	Standard Prints
3/29/2011	3.40	Standard Prints
3/29/2011	6.80	Standard Copies or Prints
3/30/2011	18.00	Standard Prints
3/30/2011	30.30	Standard Prints
3/30/2011	0.20	Standard Prints
3/30/2011	162.80	Standard Copies or Prints
3/30/2011	21.70	Standard Prints
3/30/2011	81.10	Standard Copies or Prints

<u>Date</u>	<u>Amount</u>	<u>Description</u>
3/30/2011	35.50	Color Prints
3/30/2011	35.50	Color Prints
3/30/2011	1.00	Color Prints
3/30/2011	35.50	Color Prints
Total:	8,676.65	